

REDACTED – FOR PUBLIC INSPECTION

April 11, 2012

VIA COURIER AND ECFS

EX PARTE

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW, Room TW-A325
Washington, DC 20554

**Re: *In the Matter of Special Access Rates for Price Cap Local Exchange Carriers;
AT&T Corp. Petition for Rulemaking to Reform Regulation of Incumbent
Local Exchange Carrier Rates for Interstate Special Access Services, WC
Docket No. 05-25, RM-10593***

Dear Ms. Dortch:

Pursuant to the *Modified Protective Order*¹ and *Second Protective Order*² in the above referenced proceedings, tw telecom holdings inc. (“tw telecom”) hereby submits the enclosed narrative responses to the Commission’s September 19, 2011 voluntary special access data request.³ tw telecom previously filed data responsive to Questions III.C.4 – 5 and III.D.1 – 4; the information contained herein is responsive to Questions III.D.5 – 13. Some of these responses

¹ *In the Matter of Special Access for Price Cap Local Exchange Carriers*, Modified Protective Order, 25 FCC Rcd. 15168 (2010) (“*Modified Protective Order*”).

² *In the Matter of Special Access for Price Cap Local Exchange Carriers*, Second Protective Order, 25 FCC Rcd. 17725 (2010) (“*Second Protective Order*”); see also *Special Access for Price Cap Local Exchange Carriers*, Letter from Sharon E. Gillett, Chief, Wireline Competition Bureau to Paul Margie, Wiltshire & Grannis LLP, 26 FCC Rcd. 6571 (2011) (“*Letter to Paul Margie*”) (supplementing the *Second Protective Order*); *Special Access for Price Cap Local Exchange Carriers*, Letter from Sharon E. Gillett, Chief, Wireline Competition Bureau to Donna Epps, Vice President, Federal Regulatory Affairs, Verizon, DA 12-199 (dated Feb. 13, 2012) (“*Letter to Donna Epps*”) (further supplementing the *Second Protective Order*).

³ *Competition Data Requested in Special Access NPRM*, Public Notice, DA 11-1576 (rel. Sept. 19, 2011) (“*Data Request Public Notice*”).

REDACTED – FOR PUBLIC INSPECTION

contain supplemental information, not directly requested by the questions, that further illustrates the challenges faced by purchasers of special access services.

tw telecom's responses contain information that the Wireline Bureau has deemed highly confidential under the *Second Protective Order* in this proceeding. Specifically, the responses contain highly detailed information regarding (1) the discount plans under which tw telecom purchases special access services⁴; and (2) tw telecom's expenditures, including the volumes of its purchases of services from specified incumbent LECs.⁵ Appendix A also contains highly detailed information regarding the volumes of tw telecom's purchases of services from specified incumbent LECs and competitive LECs.⁶ Appendix B contains highly detailed information regarding the rates that tw telecom pays specified incumbent LECs for special access channel terminations and transport facilities.⁷

tw telecom keeps the information for which it seeks highly confidential classification in the strictest confidence, and it is not available from public sources. Any of this information, if released to competitors, would allow those competitors to gain a significant advantage in the marketplace. For example, competitors would be able to determine tw telecom's costs, both in the aggregate and on a circuit-by-circuit basis, of obtaining wholesale inputs from incumbent LECs. Competitors would also be able to determine the terms and conditions, as defined by specific discount plans, to which tw telecom is subject when seeking to serve customers via incumbent LEC facilities. Competitors would be able to exploit access to this information to

⁴ See *Letter to Donna Epps* at 5, category M (deeming information that, alone or in combination with other information, "would reveal the identity of a customer" that purchases service under a particular tariff to be eligible for highly confidential treatment); see also *id.* at 4, category G (deeming information regarding "the discount plans under which [a customer's] circuits were purchased" to be eligible for highly confidential treatment).

⁵ See *Letter to Donna Epps* at 4, category H (deeming information regarding "[e]xpenditures, including dollar volumes of purchases of intrastate and interstate DS1 and DS3 services, and expenditures under certain rate structures and discount plans" to be eligible for highly confidential treatment); see also *Second Protective Order*, ¶ 6 (deeming information regarding "[t]he extent to which companies rely on incumbent local exchange carrier ('ILEC') . . . last-mile facilities and local transport facilities to provide special access-like services" to be eligible for highly confidential treatment).

⁶ See *id.*

⁷ See *Letter to Paul Margie* at 2, category A (deeming information regarding "[t]he rates or charges associated with channel terminations or transport facilities, and information from which, whether alone or in combination with other confidential or non-confidential information, such rates or charges could be inferred" to be eligible for highly confidential treatment); see also *Letter to Donna Epps* at 4, category F (deeming information regarding "[p]ricing, to the extent such information is not publicly available, for *DS1s* and *DS3s* sold as unbundled network elements (UNEs) and as non-UNEs, as well as all *PSDS*," including "information concerning vendors," to be eligible for highly confidential treatment).

REDACTED – FOR PUBLIC INSPECTION

design competitive strategies that unfairly disadvantage tw telecom. Accordingly, the maximum level of protection afforded highly confidential information under the *Second Protective Order* should apply to the information described herein.

Pursuant to the *Modified Protective Order*, *Second Protective Order*, and *Data Request Public Notice*, one original of the highly confidential version of this filing is being filed with the Secretary's Office under separate cover, and two copies of the highly confidential version of this filing will be delivered to Andrew Mulitz of the Pricing Policy Division of the Wireline Competition Bureau. Additionally, one machine-readable copy of the redacted version of this filing will be filed electronically via ECFS.

Please do not hesitate to contact Thomas Jones at (202) 303-1111 if you have any questions regarding this submission.

Respectfully submitted,

/s/ Thomas Jones

Thomas Jones

Matthew Jones

Counsel for tw telecom holdings inc.

cc (via email): Nick Alexander
Elizabeth McIntyre
Andrew Mulitz
Eric Ralph
Deena Shetler
Daniel Shiman

Enclosures

REDACTED – FOR PUBLIC INSPECTION

[REDACTED]